

ORIGINAL

Scott D. Baker
 Emily B. Kirsch (EB 4216)
 Reed Smith LLP
 599 Lexington Avenue
 New York, New York 10022
 (212) 521-5400
 Attorneys for Plaintiff

Of Counsel:
 William R. Overend

UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK

FILED COURT
 2007 OCT 25 PM 3:19
 S.D. OF N.Y.

PALADYNE SYSTEMS, Inc., a Delaware
 Corporation,

Plaintiff,

v.

STPENABLE, LTD., a United Kingdom
 Company,

Defendant.

Case No.: 07-CV-8421 (LAP)

MOTION TO ADMIT COUNSEL *PRO*
HAC VICE

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Emily B. Kirsch, a member in good standing of the Bar of this Court, hereby move for an Order allowing the admissions *pro hac vice* of:

Scott D. Baker
 Reed Smith LLP
 599 Lexington Avenue
 New York, New York 10022
 Tel. (212) 521-5400
 Fax. (212) 521-5450

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Mr. Baker is a member in good standing of the Bar of the State of California. There are no pending disciplinary proceedings against Mr. Baker in any State or Federal Court.

Dated: October 25, 2007
New York, New York

Respectfully submitted,

By:  _____
Emily B. Kirsch (EB 4216)

Reed Smith LLP
599 Lexington Avenue
New York, New York 10022
Tel. (212) 521-5400
Fax. (212) 521-5450

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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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PALADYNE SYSTEMS, Inc., a Delaware Corporation,	:	Case No.: 07-CV-8421 (LAP)
	:	
	:	
Plaintiff,	:	AFFIDAVIT OF EMILY B. KIRSCH IN
	:	SUPPORT OF MOTION FOR
v.	:	ADMISSION <i>PRO HAC VICE</i>
	:	
STPENABLE, LTD., a United Kingdom Company,	:	
	:	
Defendant.	:	
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EMILY B. KIRSCH, being duly sworn, hereby deposes and says as follows:

1. I am an attorney with Reed Smith LLP, counsel for Plaintiff in the above captioned action. I am familiar with the proceedings in this case. I make this statement based on my personal knowledge of the facts set forth herein and in support of Plaintiffs motion to admit Scott D. Baker as counsel *pro hac vice* to represent Plaintiffs in this matter.

2. I am a member in good standing of the bar of the State of New York, and was admitted to practice in August 1996. I am also admitted to the Bar of the United States District

Courts for the Southern and Eastern Districts of New York, and am in good standing with each Court.

3. I have known Scott D. Baker since 2004.

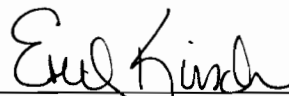
4. Mr. Baker is a partner with Reed Smith LLP and practices out of both the San Francisco and New York offices.

5. I have found Mr. Baker to be a skilled attorney and a person of integrity. He is experienced in federal practice and is familiar with the Federal Rules of Procedure and the Local Rules of this Court.

6. Accordingly, I am pleased to move the admission of Scott D. Baker, *pro hac vice*.

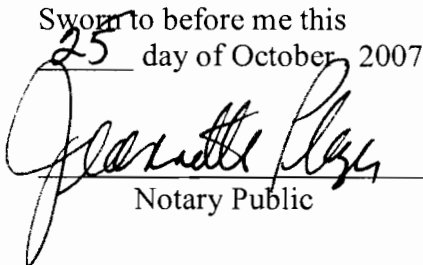
7. I respectfully submit a proposed order granting the admission of Scott D. Baker, *pro hac vice*, which is attached hereto as Exhibit A.

WHEREFORE, it is respectfully requested that the motion to admit Scott D. Baker, *pro hac vice*, to represent Plaintiff in the above captioned matter, be granted.



Emily B. Kirsch (EB-4216)

Sworn to before me this
25 day of October, 2007


Notary Public

JEANNETTE PLAZA
Notary Public, State of New York
No. 01PL8111990
Qualified in Bronx County
Commission Expires June 28, 2008



THE
STATE BAR
OF CALIFORNIA

180 HOWARD STREET
SAN FRANCISCO, CALIFORNIA 94105-1639
TELEPHONE (415) 538-2000

October 24, 2007

TO WHOM IT MAY CONCERN:

This is to certify that according to the records of the State Bar, SCOTT DAVID BAKER, #84923 was admitted to the practice of law in this state by the Supreme Court of California on January 19, 1979; and has been since that date, and is at date hereof, an ACTIVE member of the State Bar of California; and that no recommendation for discipline for professional or other misconduct has ever been made by the Board of Governors or a Disciplinary Board to the Supreme Court of the State of California.

THE STATE BAR OF CALIFORNIA

A handwritten signature in cursive script, appearing to read "Kath Lambert".

Kath Lambert
Custodian of Membership Records

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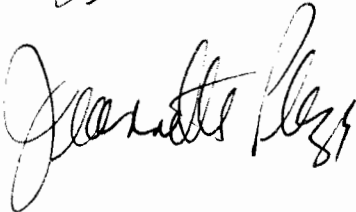
CERTIFICATE OF SERVICE

I, Emily B. Kirsch, hereby certify that on October 25, 2007, I caused true and correct copies of the foregoing Motion to Admit Counsel *Pro Hac Vice* and Affidavit of Emily B. Kirsch in Support of Motion for Admission *Pro Hac Vice* together with their exhibits, to be served via email upon:

Debra A. Karlstein, Esq.
Spears & Imes LLP
51 Madison Avenue
New York, New York 10010
Tel.: (212) 213-6996
Fax: (212) 213-0849
Email: dkarlstein@spearsimes.com


Emily B. Kirsch

Sworn to before me this
25 day of October, 2007



JEANNETTE PLAZA
Notary Public, State of New York
No. 01PL6111990
Qualified in Bronx County
Commission Expires June 28, 2008